# IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
AGSPRING IDAHO 1, LLC,	Case No. 23-10700 (CTG) (Jointly Administered)
Debtors.	

# GLOBAL NOTES AND DISCLAIMERS REGARDING DEBTORS' SCHEDULES OF ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS

Agspring Idaho 1, LLC and certain of its affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases, (the "<u>Debtors</u>") have each filed their respective Schedules of Assets and Liabilities (the "<u>Schedules</u>") and Statements of Financial Affairs (the "<u>Statements</u>") in the United States Bankruptcy Court for the District of Delaware (the "<u>Bankruptcy Court</u>"). The Debtors, with the assistance of their legal and financial advisors, prepared the Schedules and Statements in accordance with section 521 of chapter 11 of title 11 of the United States Code (the "<u>Bankruptcy Code</u>"), Rule 1007 of the Federal Rules of Bankruptcy Procedure, and Rule 1007-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware.

Kyle Sturgeon has signed each set of the Schedules and Statements. Mr. Sturgeon serves as the Chief Restructuring Officer of the Debtors. In reviewing and signing the Schedules and Statements, Mr. Sturgeon has necessarily relied upon the efforts, statements, and representations of various third parties involved in the Debtors' operations, including personnel from the Debtors' shared services provider and the Debtors' other professionals. Mr. Sturgeon has not (and could not have) personally verified the accuracy of each such statement and representation, including statements and representations concerning amounts owed to creditors.

In preparing the Schedules and Statements, the Debtors relied on financial data derived from their books and records that was available at the time of such preparation. Although the Debtors have made every reasonable effort to ensure the accuracy and completeness of the Schedules and Statements, subsequent information or discovery may result in material changes to the Schedules and Statements. As a result, inadvertent errors or omissions may exist. For the avoidance of doubt, the Debtors hereby reserve their rights to amend and supplement the Schedules and Statements as may be necessary or appropriate.

The Debtors and their agents, attorneys, and financial advisors do not guarantee or warrant the accuracy or completeness of the data that is provided herein, and shall not be liable for any loss or injury arising out of or caused in whole or in part by the acts, errors, or omissions, whether negligent or otherwise, in procuring, compiling, collecting, interpreting, reporting, communicating, or delivering the information contained herein. While commercially reasonable efforts have been

made to provide accurate and complete information herein, inadvertent errors or omissions may exist. The Debtors and their agents, attorneys, and financial advisors expressly do not undertake any obligation to update, modify, revise, or re-categorize the information provided herein, or to notify any third party should the information be updated, modified, revised, or re-categorized, except as required by applicable law. In no event shall the Debtors or their officers, employees, agents, or professionals be liable to any third party for any direct, indirect, incidental, consequential, or special damages (including, but not limited to, damages arising from the disallowance of a potential claim against the Debtors or damages to business reputation, lost business, or lost profits), whether foreseeable or not and however caused, even if the Debtors or their officers, employees, agents, attorneys, or their professionals are advised of the possibility of such damages.

## **Global Notes and Overview of Methodology**

- 1. Description of Cases. Information regarding the cases may be found in the Declaration of Kyle Sturgeon in support of Petitions. [Docket No. 3]. Mr. Surgeon is the Chief Restructuring Officer assisting the Debtors in their immediate goals of preserving their remaining assets and effectuating an orderly liquidation. On May 31, 2023, (the "Petition Date"), each of the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code.. On June 2, 2023, an order was entered directing joint administration of these chapter 11 cases [Docket No. 8]. Notwithstanding the joint administration of the Debtors' cases for procedural purposes, each Debtor has filed its own Schedules and Statements. The information provided herein, except as otherwise noted, is reported as of the Petition Date.
- **2. Global Notes Control**. These Global Notes pertain to and comprise an integral part of each of the Debtors' Schedules and Statements and should be referenced in connection with any review thereof. In the event that the Schedules and Statements conflict with these Global Notes, these Global Notes shall control.
- 3. Reservations and Limitations. Reasonable efforts have been made to prepare and file complete and accurate Schedules and Statements; however, as noted above, inadvertent errors or omissions may exist. The Debtors reserve all rights to amend and supplement the Schedules and Statements as may be necessary or appropriate. Nothing contained in the Schedules and Statements constitutes a waiver of any of the Debtors' rights or an admission of any kind with respect to these chapter 11 cases, including, but not limited to, any rights or claims of the Debtors against any third party or issues involving substantive consolidation, equitable subordination, or defenses or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code or any other relevant applicable bankruptcy or non-bankruptcy laws to recover assets or avoid transfers. Any specific reservation of rights contained elsewhere in the Global Notes does not limit in any respect the general reservation of rights contained in this paragraph.
  - a. **No Admission**. Nothing contained in the Schedules and Statements is intended or should be construed as an admission or stipulation of the validity of any claim against the Debtors, any assertion made therein or herein, or a waiver of the Debtors' rights to dispute any claim or assert any cause of action or defense against any party.

- efforts to correctly characterize, classify, categorize, or designate certain claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and Statements, the Debtors nonetheless may have improperly characterized, classified, categorized, or designated certain items. The Debtors thus reserve all rights to recharacterize, reclassify, recategorize, or redesignate items reported in the Schedules and Statements at a later time as is necessary and appropriate.
- **c.** Classifications. Listing (i) a claim on Schedule D as "secured," (ii) a claim on Schedule E/F as "priority" or "unsecured," or (iii) a contract on Schedule G as "executory" or "unexpired" does not constitute an admission by the Debtors of the legal rights of the claimant or contract counterparty, or a waiver of the Debtors' rights to recharacterize or reclassify such claim or contract.
- d. Claims Description. Any failure to designate a claim on a given Debtor's Schedules and Statements as "disputed," "contingent," or "unliquidated" does not constitute an admission by the Debtor that such amount is not "disputed," "contingent," or "unliquidated." The Debtors reserve all rights to dispute, or assert offsets or defenses to, any claim reflected on their respective Schedules and Statements on any grounds, including, without limitation, liability or classification, or to otherwise subsequently designate such claims as "disputed," "contingent," or "unliquidated" or object to the extent, validity, enforceability, priority, or avoidability of any claim. Moreover, listing a claim does not constitute an admission of liability by the Debtor against which the claim is listed or by any of the Debtors. The Debtors reserve all rights to amend their Schedules and Statements as necessary and appropriate, including, but not limited to, with respect to claim description and designation.
- **e. Estimates and Assumptions**. The preparation of the Schedules and Statements required the Debtors to make reasonable estimates and assumptions with respect to the reported amounts of assets and liabilities, the amount of contingent assets and contingent liabilities on the Petition Date, and the reported amounts of revenues and expenses during the applicable reporting periods. Actual results could differ from such estimates.
- f. Intellectual Property Rights. Exclusion of certain intellectual property should not be construed to be an admission that such intellectual property rights have been abandoned, have been terminated or otherwise expired by their terms, or have been assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction. Conversely, inclusion of certain intellectual property should not be construed to be an admission that such intellectual property rights have not been abandoned, have not been terminated or otherwise expired by their terms, or have not been assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction.
- g. **Insiders**. The listing of a party as an insider for purposes of the Schedules and Statements is not intended to be, nor should it be, construed as an admission of any

fact, right, claim, or defense, and all such rights, claims, and defenses are hereby expressly reserved. Information regarding the individuals listed as insiders in the Schedules and Statements has been included for informational purposes only and such information may not be used for the purposes of determining control of the Debtors, the extent to which any individual exercised management responsibilities or functions, corporate decision-making authority over the Debtors, or whether such individual could successfully argue that he or she is not an insider under applicable law, including the Bankruptcy Code and federal securities laws, or with respect to any theories of liability or any other purpose.

In the circumstance where the Schedules and Statements require information regarding "insiders", the Debtors have included information with respect to the individuals or entities who the Debtors believe are included in the definition of "insider" set forth in section 101(31) of the Bankruptcy Code during the relevant time periods.

## 4. **Methodology**.

- **a. Basis of Presentation**. The Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States ("GAAP"), nor are they intended to be fully reconciled to the financial statements of each Debtor. The Schedules and Statements contain unaudited information that is subject to further review and potential adjustment. The Schedules and Statements reflect the Debtors' reasonable efforts to report the assets and liabilities of each Debtor on an unconsolidated basis except as noted on the applicable Schedules/Statements or herein.
- Net Book Value. In certain instances, current market valuations for individual c. items of property and other assets are neither maintained by, nor readily available to, the Debtors. Accordingly, unless otherwise indicated, the Debtors' Schedules and Statements reflect estimates of net book values as of the Petition Date. Market values may vary, at some times materially, from net book values. It would be prohibitively expensive, unduly burdensome, and an inefficient use of estate assets for the Debtors to obtain the current market values of all their property. Accordingly, the Debtors have indicated in the Schedules and Statements that the values of certain assets and liabilities are undetermined. Amounts ultimately realized may vary materially from net book value (or whatever value was ascribed). Accordingly, the Debtors reserve all rights to amend, supplement, or adjust the asset values set forth herein. Also, assets that have been fully depreciated or that were expensed for accounting purposes either do not appear in these Schedules and Statements or are listed with a zero-dollar value, as such assets have no net book value. Property and Equipment. Unless otherwise indicated, owned property and equipment are valued at net book value, net of accumulated depreciation and other adjustments.
- **d.** Undetermined Amounts. The description of an amount as "unknown" is not intended to reflect upon the materiality of such amount.
- e. Unliquidated Amounts. Amounts that could not be fairly quantified by the

Debtors are scheduled as "unliquidated" or "unknown."

- **Totals**. All totals that are included in the Schedules and Statements represent totals of all known amounts. To the extent there are unknown or undetermined amounts, the actual total may be different than the listed total.
- **g. Intercompany claims**. The listing of any amounts with respect to intercompany receivables and payables is not, and should not be construed as, an admission of the characterization of such balances as debt, equity, or otherwise.
- h. Guarantees and Other Secondary Liability Claims. The Debtors have exercised reasonable efforts to locate and identify guarantees in their executory contracts, unexpired leases, secured financings, and other such agreements. Where guarantees have been identified, they have been included in the relevant Schedule G with respect to leases and Schedule D with respect to credit agreements for the affected Debtor or Debtors and are reflected in Schedule H. The Debtors reserve their rights to amend the Schedules and Statements if additional guarantees are identified.
- **i. Liens**. The property and equipment listed in the Schedules and Statements are presented without consideration of any liens.
- **j.** Currency. Unless otherwise indicated, all amounts are reflected in U.S. dollars.

### 5. Specific Schedules Disclosures.

- a. Schedule A/B, Part 4 Investments; Non-Publicly Traded Stock and Interests in Incorporated and Unincorporated Businesses, including any Interest in an LLC, Partnership, or Joint Venture. Ownership interests in subsidiaries have been listed in Schedule A/B, Part 4, as undetermined amounts on account of the fact that the fair market value of such ownership is dependent on numerous variables and factors, and may differ significantly from their net book value.
- b. Schedule A/B, Part 7 Office Furniture, Fixtures, and Equipment; and Collectibles. Dollar amounts are presented net of accumulated depreciation and other adjustments.
- d. Schedule A/B, Part 9 Real Property. The Debtors do not own any real property. Schedule D Creditors Who Have Claims Secured by Property. Although the Debtors have scheduled claims of various creditors as secured claims, the Debtors reserve all rights to dispute or challenge the secured nature of any such creditor's claim or the characterization of the structure of any such transaction or any document or instrument related to such creditor's claim. The Debtors further reserve their rights to dispute or challenge the validity, perfection, or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a secured creditor listed on Schedule D.

The descriptions provided in Schedule D are intended only to be a summary. Reference to the applicable agreements and other related relevant documents is necessary for a complete description of the collateral and the nature, extent, and

priority of any liens.

#### e. Schedule E/F - Creditors Who Have Unsecured Claims.

Part 2 - Creditors with Nonpriority Unsecured Claims. The liabilities identified in Schedule E/F, Part 2, are derived from the Debtors' books and records. The Debtors made a reasonable attempt to set forth their unsecured obligations, although the actual amount of claims against the Debtors may vary from those liabilities represented on Schedule E/F, Part 2. The listed liabilities may not reflect the correct amount of any unsecured creditor's allowed claims or the correct amount of all unsecured claims.

Schedule E/F, Part 2 reflects liabilities based on the Debtors' books and records.

Schedule E/F, Part 2, contains information regarding threatened or pending litigation involving the Debtors. The amounts for these potential claims are listed as "unknown" and are marked as contingent, unliquidated, and disputed in the Schedules and Statements.

Schedule E/F, Part 2, reflects certain prepetition amounts owing to counterparties to executory contracts and unexpired leases. Such prepetition amounts, however, may be paid in connection with the assumption or assumption and assignment of an executory contract or unexpired lease. In addition, Schedule E/F, Part 2, does not include claims that may arise in connection with the rejection of any executory contracts and unexpired leases, if any, that may be or have been rejected.

f. Schedule G - Executory Contracts and Unexpired Leases. While reasonable efforts have been made to ensure the accuracy of Schedule G, inadvertent errors or omissions may have occurred. Listing a contract or agreement on Schedule G does not constitute an admission that such contract or agreement is an executory contract or unexpired lease or that such contract or agreement was in effect on the Petition Date or is valid or enforceable. The Debtors hereby reserve allof their rights to dispute the validity, status, or enforceability of any contracts, agreements, or leases set forth in Schedule G and to amend or supplement such Schedule as necessary. Certain of the leases and contracts listed on Schedule G may contain renewal options, guarantees of payment, indemnifications, options to purchase, rights of first refusal, and other miscellaneous rights. Such rights, powers, duties, and obligations are not set forth separately on Schedule G. In addition, the Debtors may have entered into various other types of agreements in the ordinary course of their business, such as supplemental agreements, amendments, and letter agreement, which documents may not be set forth in Schedule G.

The Debtors reserve all rights to dispute or challenge the characterization of any transaction or any document or instrument related to a creditor's claim.

The listing of any contract on Schedule G does not constitute an admission by the Debtors as to the validity of any such contract. The Debtors reserve the right to dispute the effectiveness of any such contract listed on Schedule G or to amend Schedule G at any time to remove any contract.

Omission of a contract or agreement from Schedule G does not constitute an admission that such omitted contract or agreement is not an executory contract or unexpired lease. The Debtors' rights under the Bankruptcy Code with respect to any such omitted contracts or agreements are not impaired by the omission. Certain Debtors are guarantors and parties to guaranty agreements regarding the Debtors' prepetition credit facility. The guaranty obligations arising under these agreements are reflected on Schedule H only.

## 6. **Specific Statements Disclosures.**

a. Statements, Part 13, Question 25 – Other businesses in which the debtor has or had an interest. The Debtors believe that they have provided a complete list disclosing its ownership before the filing of these cases.

Debtor NameAgspring Idaho 1, LLC	
United States Bankruptcy Court for the:	District of Delaware
Case number (If known): 23-10700	(Giale)

## Official Form 202

## Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

X	Schedule A/B: Assets–Real and Personal Property (Official Form 206A/B)						
X	Schedule D: Creditors Who Have Claims Secured by Property (Official Form	Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)					
X	Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)						
X	Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G	)					
X	Schedule H: Codebtors (Official Form 206H)						
X	☑ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum						
	Amended Schedule						
	Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest U	Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204					
	Other document that requires a declaration						
I ded	I declare under penalty of perjury that the foregoing is true and correct.						
Exec	Executed on _06/30/2023_	Executed on 06/30/2023					
	MM / DD / YYYY  Signature of individual signing on behalf of debtor						
	Kyle Sturgeon						
	Printed name						
	Chief Restructuring Office	Chief Restructuring Officer					

Position or relationship to debtor

Fill in this information to identify the case:	
Debtor nameAgspring Idaho 1, LLC	23-10700
United States Bankruptcy Court for the: District of  Case number (If known):23-10700	
	☐ Check if this is an amended filing
Official Form 206Sum	
Summary of Assets and Liabilities for Non-Individuals	12/15
Part 1: Summary of Assets	
Schedule A/B: Assets–Real and Personal Property (Official Form 206A/B)	
1a. <b>Real property:</b> Copy line 88 from <i>Schedule A/B</i>	\$
1b. <b>Total personal property:</b> Copy line 91A from <i>Schedule A/B</i>	\$ <u>354,497.3</u> 8
1c. <b>Total of all property:</b> Copy line 92 from <i>Schedule A/B</i>	\$_354,497.38
Part 2: Summary of Liabilities	
<ol> <li>Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)</li> <li>Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D</li> </ol>	\$_74,033,912.39
3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)	
3a. <b>Total claim amounts of priority unsecured claims:</b> Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i>	\$
3b. <b>Total amount of claims of nonpriority amount of unsecured claims:</b> Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F	+ \$ 8,390.20
4. Total liabilities Lines 2 + 3a + 3b	\$_74,042,302.59

Fill in this information to identify the case:	
Debtor name Agspring Idaho 1, LLC	
United States Bankruptcy Court for the:	District of (State)
Case number (If known): 23-10700	(State)

Check if this is an amended filing

## Official Form 206A/B

# Schedule A/B: Assets — Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

1. Does the debtor have any cash or cash equivalents?  No. Go to Part 2.  Yes. Fill in the information below.					
led by the debtor		Current value of debtor's interest			
		\$			
prokerage accounts (Identify all)					
Type of account Operating Account Cash Collateral	Last 4 digits of account number 2572 0357	\$ <u>268,014.27</u> \$ <u>86,483.11</u>			
4. Other cash equivalents (Identify all) 4.1. 4.2.					
dditional sheets). Copy the total to lir	ne 80.	\$354,497.38_			
Part 2: Deposits and prepayments					
ents?					
⊠ No. Go to Part 3.					
Yes. Fill in the information below.					
deposits					
		¢			
		\$			
	rokerage accounts (Identify all)  Type of account Operating Account Cash Collateral  dditional sheets). Copy the total to lire	Prokerage accounts (Identify all)  Type of account Operating Account 2572 Cash Collateral 0357  dditional sheets). Copy the total to line 80.			

Case 23-10699-CTG Doc 30 Filed 06/30/23 Page 11 of 24

Agspring Idaho 1, LLC Case number (if known) 23-10700

Debtor

8.	Prepayments, including p	prepayments on execu	tory contracts, leases, insu	rance, taxes, ar	nd rent	
	Description, including name of					
						\$
	8.2.					\$
	Total of Part 2.					\$
	Add lines 7 through 8. Cop	by the total to line 81.				
	rt 3: Accounts recei					
10.	Does the debtor have a	ny accounts receivable	9?			
	No. Go to Part 4.	ation balance				
	Yes. Fill in the information	ation below.				Current value of debtor's
						interest
11.	Accounts receivable					
	11a. 90 days old or less:		<del>_</del>		→	\$
		face amount	doubtful or uncollect			•
	11b. Over 90 days old:	face amount	doubtful or uncollect		→	\$
12.	Total of Part 3  Current value on lines 11:	a + 11b = line 12 Copy	the total to line 82			\$
	Guirone value on lines 1 h	а : 115 - ште 12. Сору	the total to line oz.			
Pa	nt 4: Investments					
	Does the debtor own an	ny investments?				
	No. Go to Part 5.	.,				
	Yes. Fill in the information	ation below.				
					Valuation method used for current value	Current value of debtor's interest
14.	Mutual funds or publicly	y traded stocks not inc	cluded in Part 1			
	Name of fund or stock: 14.1.					\$
	-					\$ 
15	Non-nublicly traded sto	ck and interests in inc	orporated and unincorporated	ad husinesses		
10.	including any interest in	n an LLC, partnership,	or joint venture	ou businesses,	,	
	Name of entity:		%	of ownership:		
	15.1. Agspring Idaho 2			%		\$
	15.2.			%		\$
16.	Government bonds, cor instruments not include		er negotiable and non-nego	otiable		
	Describe:					
						\$
	16.2					\$
17.	Total of Part 4	Openius Alban Annah III II I				\$
	Add lines 14 through 16.	copy the total to line 83.	•			

Agspring Idaho 1, LLC

Part 5: Inventory, excluding agriculture assets

18.	Does the debtor own any inventory (exclu	ding agriculture assets	s)?		
	No. Go to Part 6.				
	Yes. Fill in the information below.				
	General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19.	Raw materials		· ·		
-		MM / DD / YYYY	\$		\$
20	Work in progress	MIMI / DD / YYYY			
20.	Work in progress		\$		\$
-		MM / DD / YYYY			*
21.	Finished goods, including goods held for	resale	_		
-		MM / DD / YYYY	\$		\$
22.	Other inventory or supplies				
-		MM / DD / YYYY	\$	-	\$
		, 22 ,			
23.	Total of Part 5				\$
	Add lines 19 through 22. Copy the total to line	e 84.			
24.	Is any of the property listed in Part 5 peris	shable?			
	□ No				
	∐ Yes				
25.	Has any of the property listed in Part 5 be	en purchased within 20	days before the bank	ruptcy was filed?	
	∐ No				
				rent value	
26.	Has any of the property listed in Part 5 be	en appraised by a prof	essional within the las	st year?	
	Yes				
Pa	t 6: Farming and fishing-related ass	sets (other than title	ed motor vehicles a	nd land)	
27.	Does the debtor own or lease any farming	and fishing-related as	sets (other than titled	motor vehicles and land)?	
	No. Go to Part 7.				
	Yes. Fill in the information below.				
	General description		Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28.	Crops—either planted or harvested		,		
-			\$		\$
29.	Farm animals Examples: Livestock, poultry,	farm-raised fish			
			\$		\$
30	Farm machinery and equipment (Other tha	n titled motor vehicles)	·		
			\$		\$
21	Form and fighing annuling about all and	d food	¥		¥
31.	Farm and fishing supplies, chemicals, and	a reed	<b>c</b>		Φ.
32.	Other farming and fishing-related property	y not already listed in F	Part 6		\$
-			\$		\$
O#	inial Form 206A/B	Cobodule A/D:	Access Deal and De	ana anal Duamantu.	

Debtor

33.	Total of Part 6.			\$
	Add lines 28 through 32. Copy the total to line 85.			
34.	1. Is the debtor a member of an agricultural cooperative?			
	No			
	Yes. Is any of the debtor's property stored at the cooperative?			
	∐ No			
35		20 days hefore the hank	runtcy was filed?	
00.	No	zo dayo belole the balla	aptoy was mea.	
	Yes. Book value \$ Valuation method	Current value	· \$	
36.	Is a depreciation schedule available for any of the property list	ed in Part 6?		
	⊠ No			
	Yes			
37.	Has any of the property listed in Part 6 been appraised by a pro	ofessional within the last	year?	
	⊠ No			
	Yes			
Pa	T 7: Office furniture, fixtures, and equipment; and coll	lectibles		
38.	Does the debtor own or lease any office furniture, fixtures, equ	ipment, or collectibles?		
	No. Go to Part 8.			
	Yes. Fill in the information below.			
	res. r in in the information below.			
	General description	Net book value of	Valuation method	Current value of debtor's
		debtor's interest	used for current value	interest
		(Where available)		
39.	Office furniture			
-				\$
40.	Office fixtures			
-		\$		\$
41	Office equipment, including all computer equipment and			
71.	communication systems equipment and software			
ē		\$		\$
42.	<b>Collectibles</b> <i>Examples:</i> Antiques and figurines; paintings, prints, or artwork; books, pictures, or other art objects; china and crystal; stan			
	or baseball card collections; other collections, memorabilia, or collections			
	42.1			\$
	42.2			\$
	42.3	_ \$		\$
43.	Total of Part 7.			\$
	Add lines 39 through 42. Copy the total to line 86.			Φ
44.	Is a depreciation schedule available for any of the property list	ed in Part 7?		
	☐ No			
	Yes			
45.	Has any of the property listed in Part 7 been appraised by a pro	ofessional within the last	year?	
	∐ No ☐ Yes			
Off	—	3: Assets — Real and Pe	rsonal Property	page <b>4</b>

Case 23-10699-CTG Doc 30 Filed 06/30/23 Page 14 of 24

Debtor Agspring Idaho 1, LLC

Case number (if known) 23-10700

Pa	rt 8: Machinery, equipment, and vehicles			
46.	Does the debtor own or lease any machinery, equipment, or veh  No. Go to Part 9.  Yes. Fill in the information below.	nicles?		
	General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47.	Automobiles, vans, trucks, motorcycles, trailers, and titled farm	ı vehicles		
	47.1	\$		\$
	47.2	\$		\$
	47.3	\$		\$
	47.4	\$		\$
48.	Watercraft, trailers, motors, and related accessories Examples: I trailers, motors, floating homes, personal watercraft, and fishing vess			
	48.1	\$		\$
	48.2	\$		\$
49.	Aircraft and accessories			
	49.1	\$		\$
	49.2	\$		\$
50.	Other machinery, fixtures, and equipment (excluding farm machinery and equipment)			
		\$		\$
51	Total of Part 8.			
31.	Add lines 47 through 50. Copy the total to line 87.			\$
52.	Is a depreciation schedule available for any of the property liste  No	ed in Part 8?		
	∐ Yes			
53.	Has any of the property listed in Part 8 been appraised by a pro	fessional within the last	year?	
	∐ Yes			

Debtor

Agspring Idaho 1, LLC

Case number (if known) 23-10700

Pai	t 9: Real property				
54.	Does the debtor own or lease any real proper  ☑ No. Go to Part 10.  ☐ Yes. Fill in the information below.	rty?			
55.	Any building, other improved real estate, or I	and which the debtor	owns or in which the	debtor has an interest	
	Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
	55.1		\$		\$
	55.2		\$		\$
	55.3		\$		\$
	55.4		\$		\$
	55.5				\$
	55.6				
56.	<b>Total of Part 9.</b> Add the current value on lines 55.1 through 55.6	and entries from any a	additional sheets. Copy	the total to line 88.	\$
Par	No Yes  Has any of the property listed in Part 9 been and No Yes  10: Intangibles and intellectual property listed in Part 9 been and No	rty		year?	
	No. Go to Part 11.  Yes. Fill in the information below.	bies of intellectual pr	oporty:		
	General description		Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60.	Patents, copyrights, trademarks, and trade se	ecrets	¢		¢
61.	Internet domain names and websites				\$ \$
62.	Licenses, franchises, and royalties				
63.	Customer lists, mailing lists, or other compile				\$
64.	Other intangibles, or intellectual property	<del></del> -	Ψ		Ψ
65.	Goodwill				\$ \$
66.	Total of Part 10.				\$
	Add lines 60 through 65. Copy the total to line 89	9.			

Case 23-10699-CTG Doc 30 Filed 06/30/23 Page 16 of 24

Agspring Idaho 1, LLC Case number (if known) 23-10700 Debtor

67.	Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41 No	A) and 107) <b>?</b>
	Yes	
68.	Is there an amortization or other similar schedule available for any of the property listed in Part 10?  No Yes	
69.	Has any of the property listed in Part 10 been appraised by a professional within the last year?	
	Yes	
Pai	rt 11: All other assets	
70.	Does the debtor own any other assets that have not yet been reported on this form?  Include all interests in executory contracts and unexpired leases not previously reported on this form.	
	No. Go to Part 12.	
	Yes. Fill in the information below.	
		Current value of debtor's interest
71	Notes receivable	deptor's interest
	Description (include name of obligor)	
	= <del></del> = <del>&gt;</del>	\$
72	Total face amount doubtful or uncollectible amount  Tax refunds and unused net operating losses (NOLs)	
12.		
	Description (for example, federal, state, local)  Tax year	\$
	Tax year Tax year	\$
	Tax year	\$
72	Interests in incurence policies or appuities	
13.	Interests in insurance policies or annuities	\$
- 4		Ψ
74.	Causes of action against third parties (whether or not a lawsuit has been filed)	
		\$
	Nature of claim	
	Amount requested \$	
75.	Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims	œ.
	Nature of claim	\$
	Amount requested \$	
76		
70.	Trusts, equitable or future interests in property	
77.	Other property of any kind not already listed Examples: Season tickets, country club membership	\$
		\$
		\$
79	Total of Part 11.	
10.	Add lines 71 through 77. Copy the total to line 90	\$
79.	Has any of the property listed in Part 11 been appraised by a professional within the last year?  No Yes	

page 7

Agspring Idaho 1, LLC

Case number (if known) 23-10700

## Part 12:

#### Summary

n Part 12 copy all of the totals from the earlier parts of the form.			
Type of property	Current value of personal property	Current value of real property	
30. Cash, cash equivalents, and financial assets. Copy line 5, Part 1.	\$ 354,497.38		
11. Deposits and prepayments. Copy line 9, Part 2.	\$		
2. Accounts receivable. Copy line 12, Part 3.	\$		
33. Investments. Copy line 17, Part 4.	\$0.00		
4. Inventory. Copy line 23, Part 5.	\$0.00		
35. Farming and fishing-related assets. Copy line 33, Part 6.	\$		
86. Office furniture, fixtures, and equipment; and collectibles.  Copy line 43, Part 7.	\$		
87. Machinery, equipment, and vehicles. Copy line 51, Part 8.	\$		
88. Real property. Copy line 56, Part 9	······ →	\$	
39. Intangibles and intellectual property. Copy line 66, Part 10.	\$		
90. All other assets. Copy line 78, Part 11.	+ \$0.00		
91. <b>Total.</b> Add lines 80 through 90 for each column91a.	\$ <u>354,497.38</u>	<b>F</b> 91b. \$ 0.00	
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92			\$ 354,

page 8

Case 23-10699-CTG Doc 30 Filed 06/30/23 Page 18 of 24

	0030 20 1003	3 CTC	190 10 01 2-	
F	fill in this information to identify the case:			
	Debtor name Agspring Idaho 1, LLC			
ļι	United States Bankruptcy Court for the:	District of (State)		
(	Case number (If known): 23-10700	(State)		Check if this is an
(	Official Form 206D			amended filing
;	Schedule D: Creditors V	/ho Have Claims Secured I	y Property	12/15
Ē	Be as complete and accurate as possible.			
	Do any creditors have claims secured by deb  No. Check this box and submit page 1 of this  Yes. Fill in all of the information below.  art 1:  List Creditors Who Have Secure	form to the court with debtor's other schedules. Debtor h	as nothing else to repor	t on this form.
			Column A	Column B
2.	List in alphabetical order all creditors who has secured claim, list the creditor separately for each	ve secured claims. If a creditor has more than one n claim.	Amount of claim  Do not deduct the value of collateral.	Value of collateral that supports this claim
2.1	Creditor's name	Describe debtor's property that is subject to a lien	or conateral.	
	LVS II SPE XVIII LLC	AUD A CU DIV	74.000.015.55	2.22
	HVS V LLC	All Property of the Debtor	\$ 74,033,912.39	\$
	Creditor's mailing address		-	
	214 N. Tryon Street, 27th Floor	-	-	
	Charlotte, NC 28202	Describe the lien UCC-1		
	Creditor's email address, if known	Is the creditor an insider or related party?	-	
	james.hanley1@usbank.com	No No		
	Date debt was incurred 12/14/2015	Yes Is anyone else liable on this claim?		
	Last 4 digits of account	No		
	number	Yes. Fill out Schedule H: Codebtors (Official Form 206H).		
	Do multiple creditors have an interest in the same property?	As of the petition filing date, the claim is: Check all that apply.		
	No	Contingent		
	Yes. Specify each creditor, including this creditor, and its relative priority.	Unliquidated Disputed		
	LVS II SPE XVIII LLC HVS V LLC			
2.2	Creditor's name	Describe debtor's property that is subject to a lien		
			_\$	\$
	Creditor's mailing address		-	
		Describe the lien	-	
	Creditor's email address, if known	Is the creditor an insider or related party?	_	
	Date debt was incurred	Yes		
	Last 4 digits of account number	Is anyone else liable on this claim?		
	Do multiple creditors have an interest in the	Yes. Fill out Schedule H: Codebtors (Official Form 206H).		
	same property?	As of the petition filing date, the claim is: Check all that apply.		
	☐ No ☐ Yes. Have you already specified the relative	Contingent		
	priority?	Unliquidated Disputed		
	No. Specify each creditor, including this creditor, and its relative priority.	<del>_</del> ·		
	Yes. The relative priority of creditors is			
	specified on lines			
3.		nn A, including the amounts from the Additional	\$	
	Page, if any.			mpage 1 of 3 tine

Case 23-10699-CTG Doc 30 Filed 06/30/23 Page 19 of 24

Fill in this in	formation to identify the case:		
Debtor	Agspring Idaho 1, LLC		
United States Bankruptcy Court for the:		District of DE	
Case number (If known)	23-10700	- -	<i>-</i> ,

## Official Form 206E/F

## Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Check if this is an amended filing

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Pa	art 1: List All Creditors with PRIORITY Un	secured Claims		
1.	Do any creditors have priority unsecured claims  No. Go to Part 2.  Yes. Go to line 2.	? (See 11 U.S.C. § 507).		
2.	List in alphabetical order all creditors who have 3 creditors with priority unsecured claims, fill out and		rity in whole or in part. If the	e debtor has more than
21	Priority creditor's name and mailing address	As of the petition filing date, the claim is:	Total claim	Priority amount
	Friority creditor's name and mailing address	Check all that apply.  Contingent Unliquidated Disputed	•	\$
	Date or dates debt was incurred	Basis for the claim:		
	Last 4 digits of account number  Specify Code subsection of PRIORITY unsecured	Is the claim subject to offset? No Yes		
2.2	claim: 11 U.S.C. § 507(a) ()  Priority creditor's name and mailing address	As of the petition filing date, the claim is:	\$	\$
		Check all that apply. Contingent Unliquidated Disputed		<u> </u>
	Date or dates debt was incurred	Basis for the claim:		
	Last 4 digits of account  number	Is the claim subject to offset? No Yes		
	claim: 11 U.S.C. § 507(a) ()			
2.3	Priority creditor's name and mailing address	As of the petition filing date, the claim is:  Check all that apply.  Contingent Unliquidated Disputed	\$	\$
	Date or dates debt was incurred	Basis for the claim:		
	Last 4 digits of account	Is the claim subject to offset?		
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()	Yes		

Debtor

Part 1.

**Additional Page** 

	by this page if more space is needed. Continue no vious page. If no additional PRIORITY creditors e		Total claim	Priority amount
2	Priority creditor's name and mailing address	As of the petition filing date, the claim is:  Check all that apply.  Contingent Unliquidated Disputed	\$	\$
Date or dates debt was incurred		Basis for the claim:		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()	Is the claim subject to offset? No Yes		
2	Priority creditor's name and mailing address	As of the petition filing date, the claim is:  Check all that apply.  Contingent Unliquidated Disputed	\$	\$
	Date or dates debt was incurred	Basis for the claim:		
	Last 4 digits of account number	Is the claim subject to offset? No Yes		
2	Priority creditor's name and mailing address	As of the petition filing date, the claim is:  Check all that apply.  Contingent Unliquidated Disputed	\$	\$
	Date or dates debt was incurred	Basis for the claim:		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()	Is the claim subject to offset? No Yes		
2. <u> </u>	Priority creditor's name and mailing address	As of the petition filing date, the claim is:  Check all that apply.  Contingent Unliquidated Disputed	\$	\$
	Date or dates debt was incurred	Basis for the claim:		
	Last 4 digits of account  number  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()	Is the claim subject to offset? No Yes		

**List All Creditors with NONPRIORITY Unsecured Claims** 

Case 23-10699-CTG Doc 30 Filed 06/30/23 Page 21 of 24 Case number (# known) 23-10700

3.	List in alphabetical order all of the creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.	6 credito	ors with nonpriority			
			Amou	ınt of claim		
3.1	Nonpriority creditor's name and mailing address Business Wire	As of the petition filing date, the claim is:	\$	2,100.00		
	P.O. Box 884182	Contingent Unliquidated				
	Los Angeles, CA 90088	Disputed				
		Basis for the claim: Trade				
	Date or dates debt was incurred	Is the claim subject to offset?  No				
	Last 4 digits of account number	Yes				
3.2	Nonpriority creditor's name and mailing address ConvergeOne	As of the petition filing date, the claim is:  Check all that apply.  Contingent	\$	145.52		
	5940 Golden Hills Dr.	Unliquidated				
	Minneapolis, MN 55416	Disputed				
	Millioapolio, Millioapolio	Basis for the claim: Trade				
	Date or dates debt was incurred	Is the claim subject to offset?				
	Last 4 digits of account number	No Yes				
3.3	Name of the second seco			2,414.24		
	Nonpriority creditor's name and mailing address Iron Mountain	As of the petition filing date, the claim is: Check all that apply.	\$	2,717.27		
	D.O. Poy 27129	Contingent Unliquidated				
	P.O. Box 27128 New York, NY 10087	Disputed				
	1000 1000,111 10001	Basis for the claim: Trade				
	Date or dates debt was incurred	Is the claim subject to offset?				
	Last 4 digits of account number	⊠ No □ Yes				
		res				
3.4	Nonpriority creditor's name and mailing address NetStandard	As of the petition filing date, the claim is: Check all that apply.	\$	1,100.00		
		Contingent				
	P.O. Box 729	Unliquidated Disputed				
	Wichita, KS 67201	Basis for the claim: Trade				
		Is the claim subject to offset?				
	Date or dates debt was incurred	No				
L,	Last 4 digits of account number	Yes				
3.5	Nonpriority creditor's name and mailing address Shred-it/Stericycle	As of the petition filing date, the claim is:  Check all that apply.  Contingent	\$	272.00		
	28883 Network Place	Unliquidated				
	Chicago, IL 60673I	Disputed				
		Basis for the claim: Trade				
	Date or dates debt was incurred	Is the claim subject to offset?  No				
	Last 4 digits of account number	Yes				
3.6	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	\$	2,358.44		
	Spectrum Business 4145 S Folkophura Pd	Check all that apply.  Contingent				
	4145 S Falkenburg Rd	Unliquidated				
	Riverview, FL 33578-8652					
	Date or dates debt was incurred	tates debt was incurred Is the claim subject to offset?				
	Last 4 digits of account number	⊠ No □ Yes				
		<b>□</b> '**				

#### Part 4:

#### **Total Amounts of the Priority and Nonpriority Unsecured Claims**

5a. Total claims from Part 1

5a. Total claims from Part 2

5b. Total claims from Part 2

5c. Total of Parts 1 and 2
Lines 5a + 5b = 5c.

	Case	23-10699-CTG	Doc 30	Filed	06/30/23	Page 23 of 2	24	
Fill	in this information to identify	the case:						
Deb	tor name Agspring Idaho 1,	LLC						
Unit	ed States Bankruptcy Court for the:		District of	DE				
	e number (If known): 23-10700			tate) 11				
<b>⊃</b> ŧŧ	ioial Form 2060						_	neck if this is ar nended filing
_	<u>icial Form 206G</u> hedule G: Exec	cutory Conti	racts a	nd Un	expire	d Leases		12/15
[ [ F	Does the debtor have any exection.  No. Check this box and file to the information of the information 206A/B).  List all contracts and unexpire.	this form with the court wi	th the debtor's	other schees are listed	on <i>Schedule A</i>		nd Personal Pro	operty (Official
						or has an executory		
	State what the contract or lease is for and the nature	Meraki Software L Maintainance Solu		C	CovergeOne	•		
2.1	of the debtor's interest			5	940 Golder	n Hills Dr.		
	State the term remaining	4 4 0000		<u>N</u>	/linneapolis	MN 55416		
	List the contract number of any government contract	August 4,2023						
$\overline{}$	State what the contract or			S	Shred-it/Ste	ricycle		
2.2	lease is for and the nature of the debtor's interest			2	8883 Netwo	ork Place		
				<u>C</u>	Chicago, IL	60673		
	State the term remaining							
	List the contract number of any government contract							
	State what the contract or lease is for and the nature	Independent Cont Agreement May 2,		<u>E</u>	Bruce Chapi	n		
2.3	of the debtor's interest					e Boulevard		
	State the term remaining	Unknown		<u>L</u>	eawood, K	S 66211		
	List the contract number of any government contract	HWOIDNII						

2.4

2.5

State what the contract or

lease is for and the nature

of the debtor's interest

State the term remaining

List the contract number of any government contract

State what the contract or

lease is for and the nature

of the debtor's interest

State the term remaining List the contract number of any government contract Jennifer Mick

Paul Highstrom

5101 College Boulevard

Leawood, KS 66211

Independent Contractor Agreement May 2, 2022

Independent Contractor

Agreement May 2, 2022

<u>Unk</u>nown

Unknown

Fill	in this information to ide	entify the case:				
Deb	tor name Agspring Idah	o 1, LLC				
Unite	ed States Bankruptcy Court fo	r the:	Distric	t ofDE		
Case	e number (If known): 23-10	700		(State)		
						Check if this is an amended filing
	icial Form 206F hedule H: Co	<del>_</del>				40/45
3e as		as possible. If more s	space is needed	, copy the Additio	onal Page, numbering the entries	12/15 consecutively. Attach
	Does the debtor have any					
[			e court with the d	lebtor's other sche	dules. Nothing else needs to be repo	orted on this form.
c	creditors, Schedules D-G	. Include all guarantors	and co-obligors	. In Column 2, ider	or any debts listed by the debtor in tify the creditor to whom the debt is an one creditor, list each creditor sep	owed and each
	Column 1: Codebtor				Column 2: Creditor	
	Name	Mailing address			Name	Check all schedules that apply:
	A	5404 O-ll 5	Daviday and		LVS II SPE XVIII LLC	
2.1	Agspring, LLC	5101 College E	Boulevard		HVS LLC	
		Logwood	νc	66011		G
		Leawood City	KS State	66211 ZIP Code		
	FO-ND, LLC dba Firebird				LVS II SPE XVIII LLC	
2.2	Artisan Mills, LLC	5101 College E	Boulevard		HVS LLC	<u></u> D
		Street				∐ E/F □ G
		Leawood	KS State	66211 ZIP Code		
	Agspring	City	State	ZIF Code		
	Logistics, LLC				LVS II SPE XVIII	
2.3	dba Agforce	5101 College E	Boulevard		LLC HVS LLC	⊠D
		Street				□ E/F
		Leawood	KS	66211		∐G
		City	State	ZIP Code		
2.4						□ D
		Street				∐ E/F □ G
		City	State	ZIP Code		
2.5						□ D
		Street				∐ E/F □ G
		City	State	ZIP Code		_
2.6		Oity	Jidie	Zir Coue		D
2.0		Street				E/F American LegalNet, Inc.
Officia	al Form 206H		Schedule	H. Codebtors		www.FormsWorkFlow.com

Official Form 206H Schedule H: Codebtors